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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
	:	Chapter 11 Case No.
In re	:	
	:	09-50026 (REG)
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	
f/k/a General Motors Corp., <i>et al.</i>	:	(Jointly Administered)
	:	
Debtors.	:	
-----X	:	

**NOTICE OF WITHDRAWAL OF CLAIM OF  
M-HEAT INVESTORS, LLC [CLAIM NO. 1769]**

M-Heat Investors, LLC ("M-Heat"), by and through its undersigned attorneys, hereby withdraws its proof of claim designated claim no. 1769 in accordance with that certain settlement agreement by and among M-Heat, the Debtors and Basil Simon, in his capacity as Chapter 7 trustee for the estate of Microheat, Inc.

Dated: March 31, 2011

BARNES & THORNBURG LLP  
Attorneys for M-Heat Investors, LLC

By: /s/John T. Gregg  
John T. Gregg

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**CERTIFICATE OF SERVICE**

I hereby certify that on March 31, 2011, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which sent notification of such filing to all attorneys of record.

/s/ John T. Gregg